

**IN THE UNITED STATES DISTRICT COURT  
FOR THE MIDDLE DISTRICT OF TENNESSEE**

**RACHEL RAMSBOTTOM,  
ALEXIS BOWLING,  
JENNA HOUSTON,  
JANE DOE #1,**

**Plaintiffs,**

**v.**

**LORIN ASHTON,  
AMORPHOUS MUSIC, INC.,  
BASSNECTAR TOURING, INC.,  
REDLIGHT MANAGEMENT, INC.,  
C3 PRESENTS, L.L.C,  
INTERACTIVE GIVING FUND,  
GNARLOS INDUSTRIES, LLC  
CARLOS DONOHUE; ABC  
CORPORATIONS, ONE THROUGH  
TEN (said Names Being Fictitious),  
JOHN DOES, ONE THROUGH TEN  
(Said Names Being Fictitious)  
Defendants.**

**CIVIL ACTION NO. 3:21-cv-00272**

**DECLARATION OF VIVEK SRIDHARAN IN SUPPORT OF INTERACTIVE GIVING  
FUND'S RULE 12(b)(2), 12(b)(3) and 12(b)(6) MOTION TO DISMISS PLAINTIFFS'  
FIRST AMENDED COMPLAINT**

VIVEK SRIDHARAN hereby declares under penalty of perjury that the foregoing is true and correct:

1. I am a Partner of Counsel LLP, which is a full service, boutique entertainment and digital media law firm. My primary practice includes representation of artists, bands, content creators and licensors in transactions, litigations, and with respect to their corporate needs.

2. I assisted Lorin Ashton ("Ashton") with the formation of Be Interactive for charitable purposes within the meaning of section 501(c)(3) of the Internal Revenue Code.

3. On July 13, 2018, Be Interactive was organized in the State of California as a

nonprofit public benefit corporation. A true copy of the Articles of Incorporation of Be Interactive is attached as **Exhibit A**.

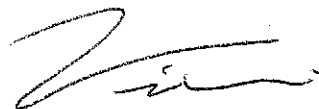
4. On November 19, 2020, Be Interactive was dissolved. A true copy of the Certificate of Dissolution is attached as **Exhibit B**.

5. In connection with the dissolution, all charitable funds held by Be Interactive were transferred to a section 501(c)(3) donor-advised fund maintained by Vanguard Charitable in the name of "The Interactive Giving Fund". A true copy (redacted for confidential information) of the new account contribution confirmation evidencing the charitable funds previously held by Be Interactive being transferred to Vanguard Charitable for the account name "The Interactive Giving Fund" is attached as **Exhibit C**.

6. "Interactive Giving Fund" is not an entity organized in any jurisdiction.

7. According to a Business Information Search on the Tennessee Secretary of State website (<https://tnbear.tn.gov/Ecommerce/FilingSearch.aspx>), neither Be Interactive, nor The Interactive Giving Fund were ever registered to do business in the State of Tennessee. True copies of the search results for such business names indicating no records found are attached as **Exhibit D**.

Executed on June 18, 2021



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VIVEK SRIVIDHARAN